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SEM Holdings Limited
澳達控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9929)

**POLL RESULTS OF THE EXTRAORDINARY
GENERAL MEETING
HELD ON 30 MARCH 2026**

Reference is made to the circular (the “**Circular**”) and the notice of the extraordinary general meeting (the “**Notice**”) of SEM Holdings Limited (the “**Company**”) both dated 9 March 2026 in respect of the proposed issuance of convertible bonds under specific mandate. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that at the EGM held on 30 March 2026, the resolution as set out in the Notice was duly passed by the Independent Shareholders by way of poll.

The poll results in respect of the resolution as set out in the Notice are as follows:

Ordinary Resolution		Number of Votes (%)	
		For	Against
1.	<p>THAT:</p> <p>(a) the subscription agreement dated 26 November 2025 (the “Subscription Agreement”) entered into between the Company and Yao Capital Limited (the “Subscriber”) in respect of the issue of convertible bonds in an aggregate principal amount of HK\$44.0 million (the “Convertible Bonds”) upon and subject to the terms and conditions as set out in the Subscription Agreement (a copy of the Subscription Agreement marked “A” and signed by the chairman of the EGM for identification purpose have been tabled at the meeting) be and are hereby approved, ratified and confirmed and any one Director be and is hereby authorised to approve any changes and amendments thereto as he may consider necessary, desirable or appropriate;</p> <p>(b) the Directors be and are hereby granted a specific mandate to exercise all the powers of the Company to issue the Convertible Bonds, subject to and in accordance with the terms and conditions set out in the Subscription Agreement; and</p> <p>(c) all other transactions contemplated under the Subscription Agreement be and are hereby approved and any one Director be and is hereby authorised to do all such acts and things, to sign and execute all such further documents (including under seal, where applicable) and to take such steps as the Director in his discretion may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Subscription Agreement, or any of the transactions contemplated under the Subscription Agreement.</p>	<p>212,270,018 (100.00%)</p>	<p>0 (0.00%)</p>

As more than 50% of the votes were casted in favour of the above resolution, the resolution was duly passed as an ordinary resolution of the Company.

As at the date of the EGM, the Company had 2,000,000,000 Shares in issue. As at the date of the EGM, the Subscriber, which is wholly owned by Mr. Yao, is interested in 1,500,000,000 Shares which represented 75.0% of the issued Shares. The Subscriber was required to abstain, and had abstained, from voting on the ordinary resolution at the EGM. Accordingly, the number of Shares entitling the Independent Shareholders to attend and vote for or against the resolution at the EGM was 500,000,000 Shares (representing 25.0% of the issued Shares).

Save as disclosed above, no Shareholder was required under the Listing Rules to abstain from voting on the resolution at the EGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolution pursuant to Rule 13.40 of the Listing Rules. No Shareholders indicated their intention in the Circular to vote against or abstain from voting on the resolution at the EGM.

Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the EGM.

All of the Directors, namely Mr. Wan Man Keung, Mr. Yao Shuobin, Dr. Huang Mingxin, Dr. Zang Yunzhi and Ms. Chen Tak Yee Dickdy, attended the EGM either in person or by electronic means.

By order of the Board
SEM Holdings Limited
Yao Shuobin
Chairman and non-executive Director

Hong Kong, 30 March 2026

As of the date of this announcement, the Board of Directors of the Company comprises Mr. Wan Man Keung as executive Director; Mr. Yao Shuobin as non-executive Director; and Dr. Huang Mingxin, Dr. Zang Yunzhi and Ms. Chen Tak Yee Dickdy as independent non-executive Directors.